

# Exhibit 8

Expert Report of Guy A. Davis, CPA,  
CIRA, CDBV, CFE  
(August 31, 2017)

**CONFIDENTIAL - SUBJECT TO PROTECTIVE ORDER**

**IN THE UNITED STATES DISTRICT COURT  
DISTRICT OF NEVADA**

---

Cung Le, Nathan Quarry, Jon Fitch, Brandon )  
Vera, Luis Javier Vazquez, and Kyle )  
Kingsbury, on behalf of themselves and all )  
others similarly situated, )  
Plaintiffs, )  
v. )  
Zuffa, LLC, d/b/a Ultimate Fighting )  
Championship and UFC, )  
Defendant. )  
\_\_\_\_\_  
)

EXPERT REPORT OF  
GUY A. DAVIS, CPA, CIRA, CDBV, CFE

Pursuant to Rule 26  
of the Federal Rules of Civil Procedure

---

August 31, 2017

## TABLE OF CONTENTS

	<u>PAGE</u>
A. Qualifications .....	5
B. Assignment .....	8
C. Factual Background – History of Zuffa, LLC and the UFC .....	11
D. Summary of Calculations and Opinions .....	16
E. Analysis and Findings .....	20
E.1    Historical Sources of Capital	
E.2    Historical Uses of Capital	
E.3    Value Conferred to Equity Holders	
E.4    Value Conferred to Fighters	
E.5    Zuffa's Financial Capacity to Enhance Compensation to Fighters	
E.6    Zuffa's Accounting Treatment of Intangible Assets	
F. Conclusion.....	37
G. Documents and Information Relied Upon.....	39
H. Expert's Compensation .....	41

## LIST OF EXHIBITS

	<u>Exhibit</u>
Income Statement and EBITDA Calculation	1
Zuffa, LLC Debt Profile	2
Zuffa, LLC Debt Amortization Schedule for Debt Financed Distributions	3
Fight-Related Compensation	4
Fighter Benefits	5
Documents and Information Relied Upon	6
Resume and Testimony Experience of Guy A. Davis, CPA, CIRA, CDBV, CFE	7

*SECTION A*

QUALIFICATIONS

## A. Qualifications

- 1) I, Guy A. Davis, am a Managing Director in the Restructuring and Litigation Services practice (“RLS”) of Protiviti Inc., an international risk-management consulting firm with more than 70 offices in over 20 countries and over 3,700 employees. I was a co-founder of PENTA Advisory Services, LLC (“PENTA”), the predecessor entity to Protiviti’s RLS practice, and currently lead Protiviti’s Richmond, Virginia office.
- 2) Over the past 28 years, I have performed a variety of forensic accounting and financial consulting services in bankruptcies, distressed environments, and other contexts, including in areas such as operations management, asset liquidation, debt restructuring, asset recovery, fraud investigation, and financial analysis. I have prepared plans of reorganization, business valuations, liquidation analyses, preference and fraudulent conveyance analyses, cash flow projections, and other related analyses typically required by debtors and creditors in insolvency or distressed situations. I have also served as acting Chief Financial Officer of debtor organizations, court-approved Chief Liquidation Officer, claims and disbursing agent, and as accountant to Chapter 7 and Chapter 11 trustees, creditor committees, and equity committees. I have also testified as an expert witness in multiple U.S. District, Bankruptcy, and state courts across the country.
- 3) During this time, I have served as a financial advisor and/or expert witness in many litigation matters, including fraudulent conveyance, preference recovery, breach of contract, D&O liability, accounting malpractice, patent infringement and reasonable royalty, employment dispute, Ponzi scheme, shareholder dispute, franchise termination, regulatory compliance, marital dissolution, and tax fraud. I have provided these services on behalf of corporations, partnerships, governmental agencies, individuals, class action plaintiffs, sureties, and financial institutions.
- 4) I have performed numerous business valuations for use in bankruptcy, estate planning, the purchase and sale of businesses, litigation matters, and loan collateral analysis. I have also assisted clients in raising debt and equity capital and purchasing or selling portions or all of a business enterprise. These services included developing comprehensive business plans, developing and evaluating financial analysis of economic returns, assessing management compatibility and operational synergies, evaluating stock versus asset transactions, and representing potential lenders and investors.

- 5) My financial consulting and valuation experience spans a broad range of industries, including, but not limited to, financial services, resort and hospitality, health care, professional sports, retail, banking, communications, wholesale distribution food service, equipment manufacturing, furniture rental, electric and nuclear power generation, insurance, pharmaceutical manufacturing, equipment leasing, steel fabrication, ship repair, heavy highway construction, and mining.
- 6) I am a Certified Public Accountant (CPA), a Certified Insolvency and Restructuring Advisor (CIRA), a Certified Fraud Examiner (CFE), and hold a Certification in Distressed Business Valuation (CDBV). I have a Masters Degree in Business Administration from Loyola College in Maryland and a Bachelors of Science in Business Administration (cum laude) from the University of Richmond with a concentration in Finance.
- 7) In 2007, I was inducted as a fellow into the American College of Bankruptcy (the “College”), an honorary association of bankruptcy and insolvency professionals, including distinguished judges, attorneys, law professors, U.S. trustees, and financial advisors. Nominees for induction to the College are invited to join based on the highest standards of professionalism and service to the profession.
- 8) I co-authored the Bankruptcy Tax and Accounting section of the Virginia CLE and the Virginia Law Foundation’s Bankruptcy Practice in Virginia publication. I also authored and presented “Mark-to-Market Accounting and FASB 157 – The Impact on the Current Financial Crisis” for the American College of Bankruptcy 2009 Annual Meeting in Washington D.C. Over the past 15 years, I have taught several continuing education courses to accountants and attorneys on the topics of bankruptcy, accounting, solvency, valuation, and forecasting techniques. A more detailed description of my experience and qualifications and a listing of my trial and deposition testimony experience are provided as Exhibit 7.

*SECTION B*

ASSIGNMENT

## B. Assignment

9) Counsel for the Class Plaintiffs<sup>1</sup> have engaged Protiviti to provide financial advisory and litigation support services under my direction in connection with the above-captioned litigation. Specifically, Class Counsel have given Protiviti the following assignments:

#1: Sources of Capital – For the periods (a) from 2005 to the present, and (b) during the Class Period,<sup>2</sup> calculate defendant Zuffa, LLC’s (“Zuffa”) aggregate sources of capital, including, without limitation, proceeds received from operations (earnings before interest, taxes, depreciation, and amortization, or “EBITDA”), debt financing, sale of equity, and Zuffa investors.

#2: Uses of Capital - For the periods (a) from 2005 to the present, and (b) during the Class Period, calculate Zuffa’s uses of capital, including amounts Zuffa used to fund, *inter alia*, distributions to Zuffa equity holders, debt, interest payments, capital expenditures, acquisitions, and working capital requirements.

#3: Value to Equity Holders - For the periods (a) from 2005 to the present, and (b) during the Class Period, analyze Zuffa’s financial records to determine the aggregate amount Zuffa paid to, or the value of benefits Zuffa conferred upon, Zuffa equity holders.

#4: Value to Fighters - For the periods (a) from 2005 to the present, and (b) during the Class Period, analyze Zuffa’s financial records to determine the aggregate amount Zuffa paid to, or the value of benefits Zuffa conferred upon, its Bout Class<sup>3</sup> and Identity Class<sup>4</sup> fighters.

---

<sup>1</sup> Cung Le, Nathan Quarry, Jon Fitch, Brandon Vera, Luis Javier Vazquez, and Kyle Kingsbury (“Class Plaintiffs” or “Plaintiffs”).

<sup>2</sup> The Class Period technically spans from December 16, 2010 until the anticompetitive scheme alleged in the Consolidated Class Action Complaint ceases. However, due to data limitations, analyses of the Class Period in this report are limited to the period ending December 31, 2016.

<sup>3</sup> All persons who competed in one or more live professional UFC-promoted MMA bouts taking place or broadcast in the United States during the Class Period. The Bout Class excludes all persons who are not residents or citizens of the United States unless the UFC paid such persons for competing in a bout fought in the United States.

<sup>4</sup> Identity Class includes each and every UFC fighter whose identity was expropriated or exploited by the UFC, including in UFC licensed merchandise and/or UFC promotional materials, during the Class Period in the United States.

#5: Financial Capacity - For the periods (a) from 2005 to the present, and (b) during the Class Period, determine whether Zuffa, under the direction of its owners, board of directors, and/or senior management, had the financial capacity to pay more compensation to its fighters than the actual amounts paid.

#6: Acquisition Accounting - Determine if Zuffa's accounting treatment for non-compete agreements related to acquisitions from 2001 to 2011 is consistent with the recommended accounting treatment set forth in Zuffa's 2007 Intangible Asset Treatment Discussion Memorandum ("Intangible Asset Memo").<sup>5</sup>

---

<sup>5</sup> The Intangible Asset Memo is a document that we understand was likely prepared by Zuffa in 2007. It examines the nature of the various intangible assets that Zuffa acquired in connection with its purchase of the UFC brand, World Extreme Cagefighting ("WEC"), and the World Fighting Alliance ("WFA").

*SECTION C*

FACTUAL BACKGROUND -  
HISTORY OF ZUFFA, LLC AND THE UFC

## C. Factual Background – History of Zuffa, LLC and the UFC

10) In 1993, Robert Meyrowitz formed the Ultimate Fighting Championship (“UFC”), which, at the time, was a “no holds barred,” unregulated fighting competition viewed by many as uncivilized and barbaric. At one time it was outlawed in thirty-six states.<sup>6</sup>

11) In 2001, Lorenzo and Frank Fertitta, owners of the Station casinos in Summerlin, Nevada, purchased the UFC through their company, Zuffa, LLC, for \$2 million. They retained Dana White to promote the fighters and the brand, and granted him a 10% equity interest in Zuffa.

12) [REDACTED]

13) [REDACTED]

14) [REDACTED]

---

<sup>6</sup> Matt Connolly, *New York To Legalize MMA: Why It Took So Long, And What It Means Going Forward*. Forbes, Mar. 23, 2016 (<https://www.forbes.com/sites/mattconnolly/2016/03/23/new-york-to-legalize-mma-why-it-took-so-long-and-what-it-means-going-forward/print/>).

<sup>7</sup> Zuffa LLC Capital Contribution Summary as of 12/31/13 (ZFL-1062702, “Contributions” tab) and Houlihan Lokey’s Zuffa Valuation as of March 31, 2006 (ZFL-1677117).

<sup>8</sup> Per Zuffa LLC’s audited financial statements.

<sup>9</sup> Zuffa LLC Intangible Asset Treatment Discussion Memo (ZLF-1240584).

15)

<sup>10</sup> Zuffa LLC's 2006 and 2007 audited financial statements (ZFL 0000169-187 and ZFL 0000113-135).

<sup>11</sup> Zuffa LLC's 2007 audited financial statements (ZFL 0000113-135).

<sup>12</sup> Zuffa LLC's 2009 audited financial statements (ZFL 0000007-30).

<sup>13</sup> Zuffa LLC's 2012 audited financial statements (ZFL 0000188-220). Per Zuffa's internally prepared debt amortization schedule (ZFL 1062702).

<sup>14</sup> Zuffa LLC's 2013 audited financial statements (ZFL 0000221-255).

<sup>15</sup> Zuffa LLC's 2014 audited financial statements (ZFL 0000136-168).

16) See Exhibit 2 for a profile of each of the aforementioned loans.

17) [REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

18) [REDACTED]

19) [REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

---

<sup>16</sup> Scott Hamm, *Online interest in UFC skyrockets while NASCAR, NFL and NHL fall*. Nielsen, Jul. 8, 2009 (<http://www.nielsen.com/us/en/insights/news/2009/online-interest-in-ufc-skyrockets-while-nascar-nfl-and-nhl-fall-2.html>).

<sup>17</sup> Zuffa LLC's 2009 audited financial statements (ZFL 0000007-30) and *Abu-Dhabi-owned Flash Entertainment buys 10 percent of UFC's parent company*. MMA Junkie, Jan. 12, 2010 (<http://mmajunkie.com/2010/01/abu-dhabi-owned-flash-entertainment-buys-10-percent-of-ufcs-parent-company>).

<sup>18</sup> We have not received information about distributions to equity in 2016.

<sup>19</sup> [REDACTED]

<sup>20</sup> [REDACTED]

20) [REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

21) The UFC continues to operate today under the direction of Dana White and WME|IMG ownership and is the largest MMA promoter in North America.

---

<sup>21</sup> Securities Purchase Agreement and Disclosure Schedules (RAINE 0016835-17717) and Goldman Sachs Offering Memorandum (ZFL 2649918-89; Bidarian Deposition Exhibit 12).

*SECTION D*

SUMMARY OF CALCULATIONS AND OPINIONS

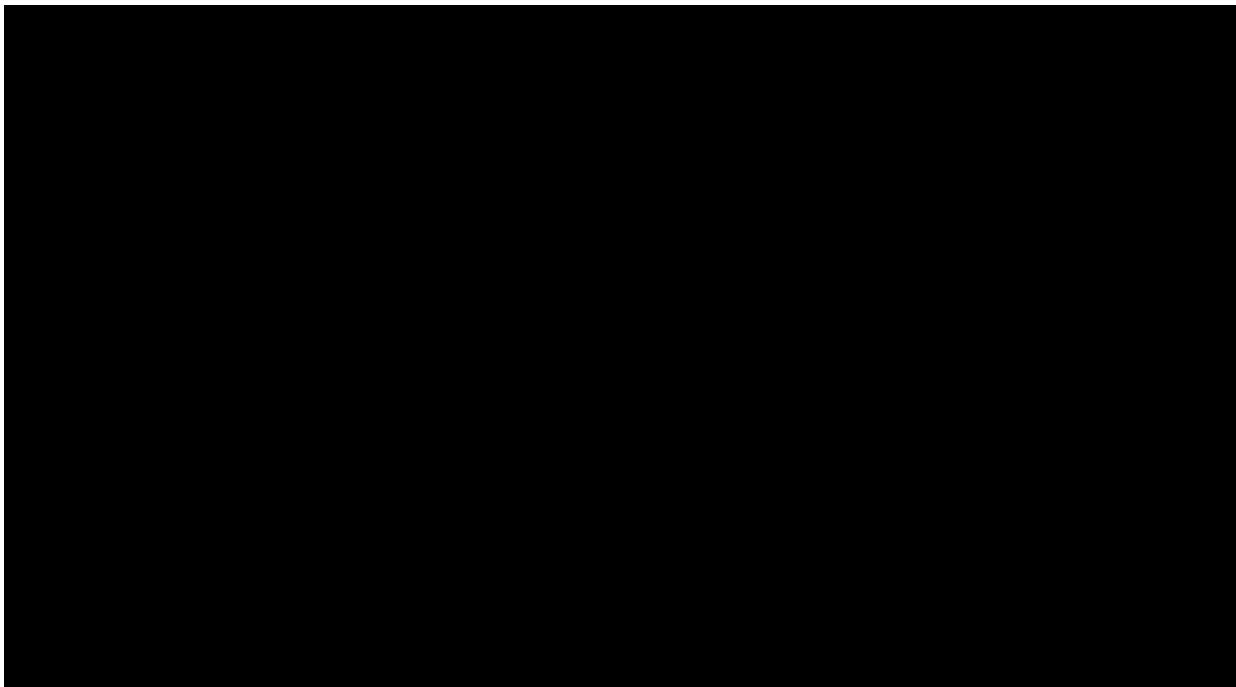
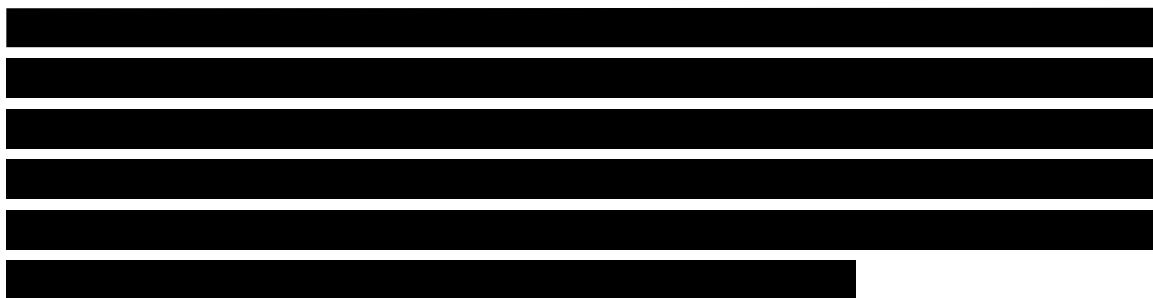
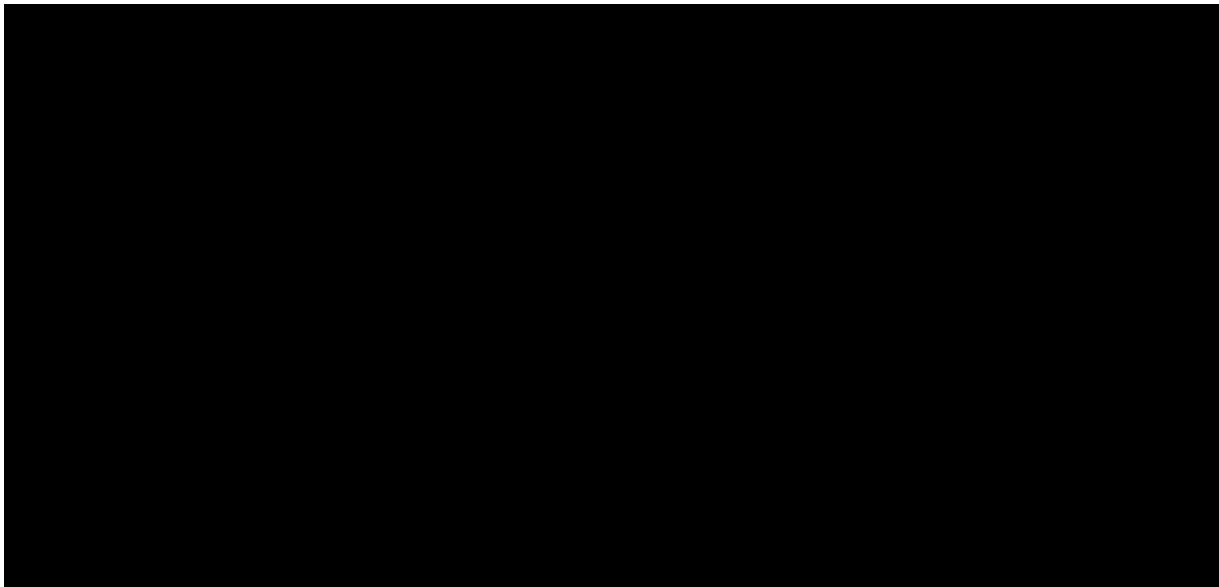
#### **D. Summary of Calculations and Opinions**

22)

A series of five horizontal black bars of increasing length from top to bottom, followed by a single short black bar at the bottom left.

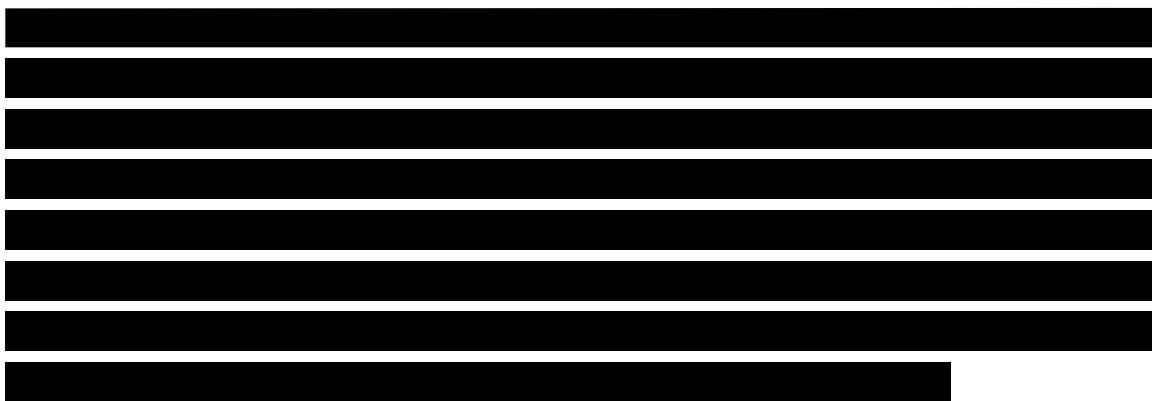
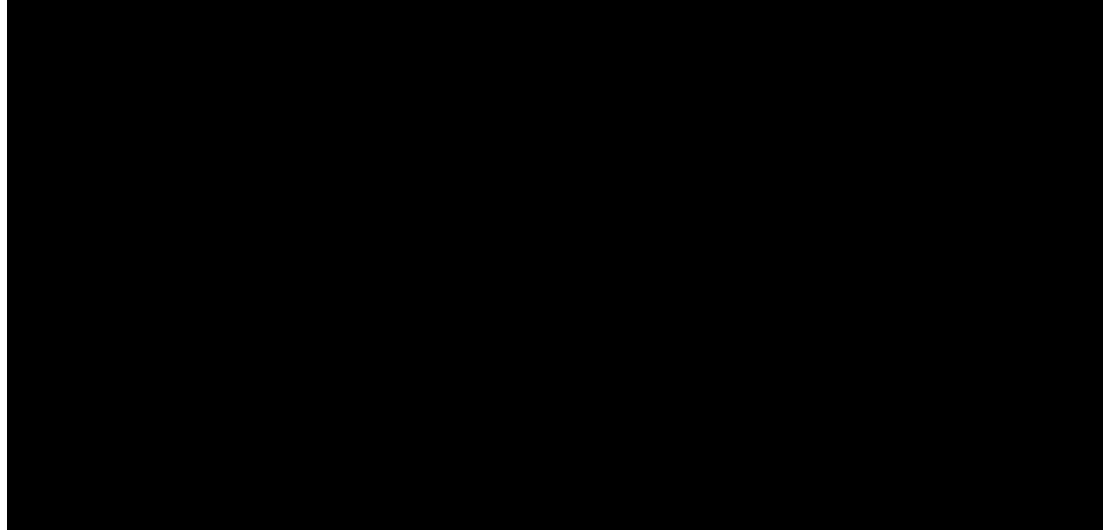
A thick black rectangular redaction box covers the bottom portion of the page content, obscuring sensitive information.

<sup>22</sup> Our analysis incorporates Zuffa's financial data through December 31, 2016 unless otherwise indicated. The 2017 financial data provided was incomplete.



---

<sup>23</sup> We do not have available to us information about distributions to equity in 2016 prior to the WME|IMG sale.



*SECTION E*  
ANALYSIS AND FINDINGS

---

## **E. Analysis and Findings**

23) To complete our assignment, Protiviti, under my direction, reviewed several documents produced in discovery, including Zuffa's audited financial statements, internal profit and loss reports, compensation and shareholder distribution workpapers, debt amortization schedules, and other accounting and financial documents. We also reviewed deposition transcripts, select e-mail correspondence, and confidential offering memorandums, as well as conducted independent research. A detailed list of our documents relied upon is included in Exhibit 6 to this report.

24) The narrative and tables below provide a description of the analyses performed and the foundation of my conclusions.

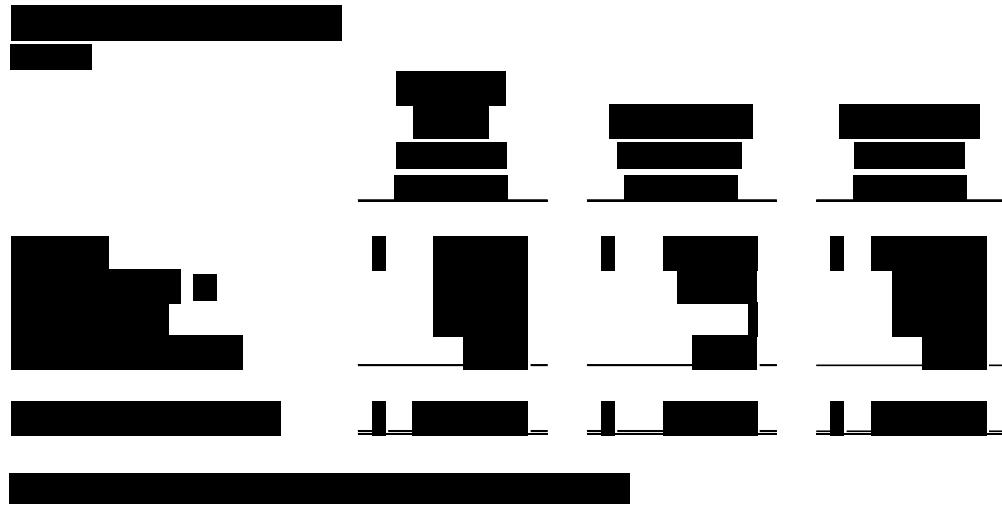
## **E.1 Historical Sources of Capital**

25)

26)

<sup>24</sup> Zuffa LLC's 2009 audited financial statements (ZFL 0000007-30).

<sup>25</sup> Zuffa LLC's 2009 audited financial statements (ZFL 0000007-30) and Zuffa's internally prepared Debt Financed Distributions excel file (ZFL 1062702).



## E.2 Historical Uses of Capital

27)



28) [REDACTED]

[REDACTED]

### **E.3 Value to Zuffa Equity Holders**

29) [REDACTED]

[REDACTED]

#### Cash Distributions to Zuffa Equity Holders

30) [REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

31) [REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

32)

© 2013 Pearson Education, Inc.

[REDACTED]

A horizontal line with five black rectangles above it. The first three rectangles are of equal width and are positioned at regular intervals. The fourth rectangle is wider than the others and is positioned to the right of the third. The fifth rectangle is narrower than the first three and is positioned to the right of the fourth.

Figure 1 is a 2D bar chart with six categories. The categories are represented by vertical bars of increasing height from left to right. The first bar is the shortest, and the last five bars are of equal height, representing the majority of the samples.

A horizontal sequence of six small black rectangles of varying widths, representing a binary sequence or signal.

33)

For more information, contact the Office of the Vice President for Research and the Office of the Vice President for Student Affairs.

For more information, contact the Office of the Vice President for Research and Economic Development at 515-294-6450 or [research@iastate.edu](mailto:research@iastate.edu).

Black bars for redaction

11. **What is the primary purpose of the *Journal of Clinical Endocrinology and Metabolism*?**

<sup>26</sup> We do not currently have information on distributions to the Original Equity Holders or January Capital in 2016.

### Other Value Conferred to Zuffa Equity Holders

34)

A large rectangular area of the document has been completely blacked out, obscuring several lines of text. There are also two smaller, separate blacked-out rectangular areas located above and to the left of the main redacted area.

### *Interest Payments*

35)

A series of horizontal black bars of varying lengths, with the longest bar at the bottom.

A 4x7 grid of binary images showing the evolution of a T-shaped structure. The first column shows a large T-shape on the left and a small T-shape on the right. Subsequent columns show the T-shape on the left becoming smaller and more complex, while the T-shape on the right becomes larger and more complex, eventually filling the entire frame.

*Aviation Expenses*

36)

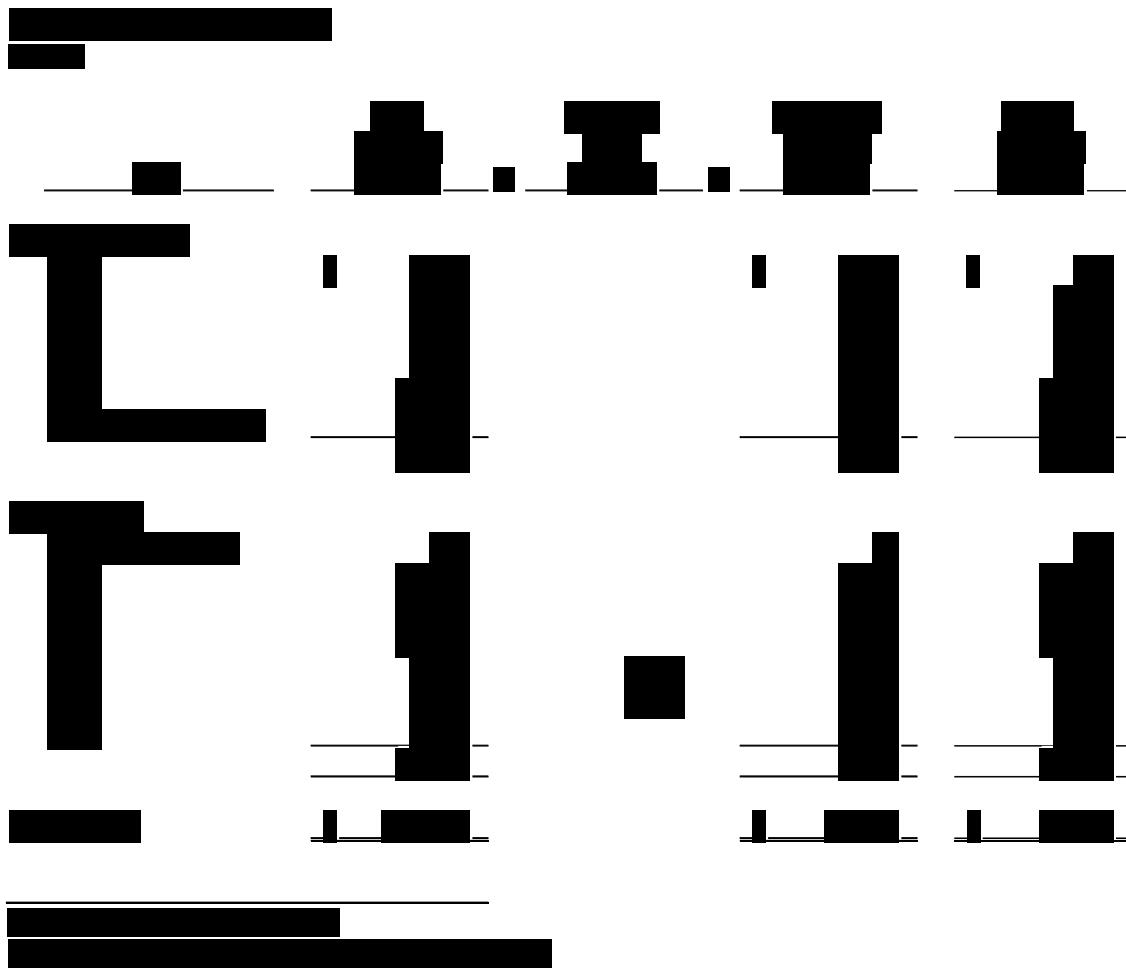
[REDACTED]

37)

[REDACTED]

27

[REDACTED]



*Management Fees*

38)



### Total Other Value Conferred to Equity Holders

39)



### WME|IMG Sale Proceeds

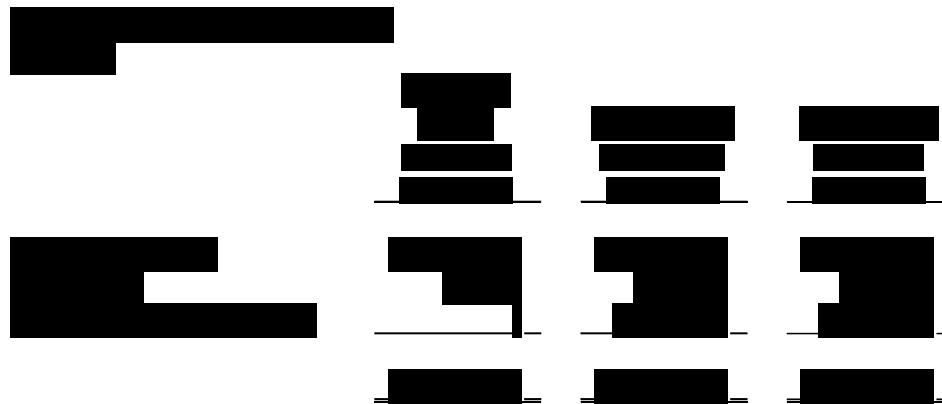
40)



41) [REDACTED]

Total Value Conferred to Equity Holders

42) [REDACTED]



#### **E.4 Compensation and Benefits Paid to Fighters**

43) Zuffa paid its fighters primarily for participating in UFC-promoted live MMA events (“Bout Related Compensation”). Zuffa also paid royalties and license fees to certain current and/or former fighters for the use of fighters’ names or likenesses in connection with UFC licensed merchandise or UFC promotional material (“UFC Identity Payments”). Our analysis of fighter compensation addresses each compensation type separately.

Bout Related Compensation

44) [REDACTED]

45)

46)

47)

The compensation statistics above include all fighters with whom the UFC contracted directly and those that were acquired by acquisition of other MMA promoters. A more detailed statistical analysis of the UFC fighters is provided in [Exhibit 4](#).

## UFC Identity Payments

48)

[REDACTED]

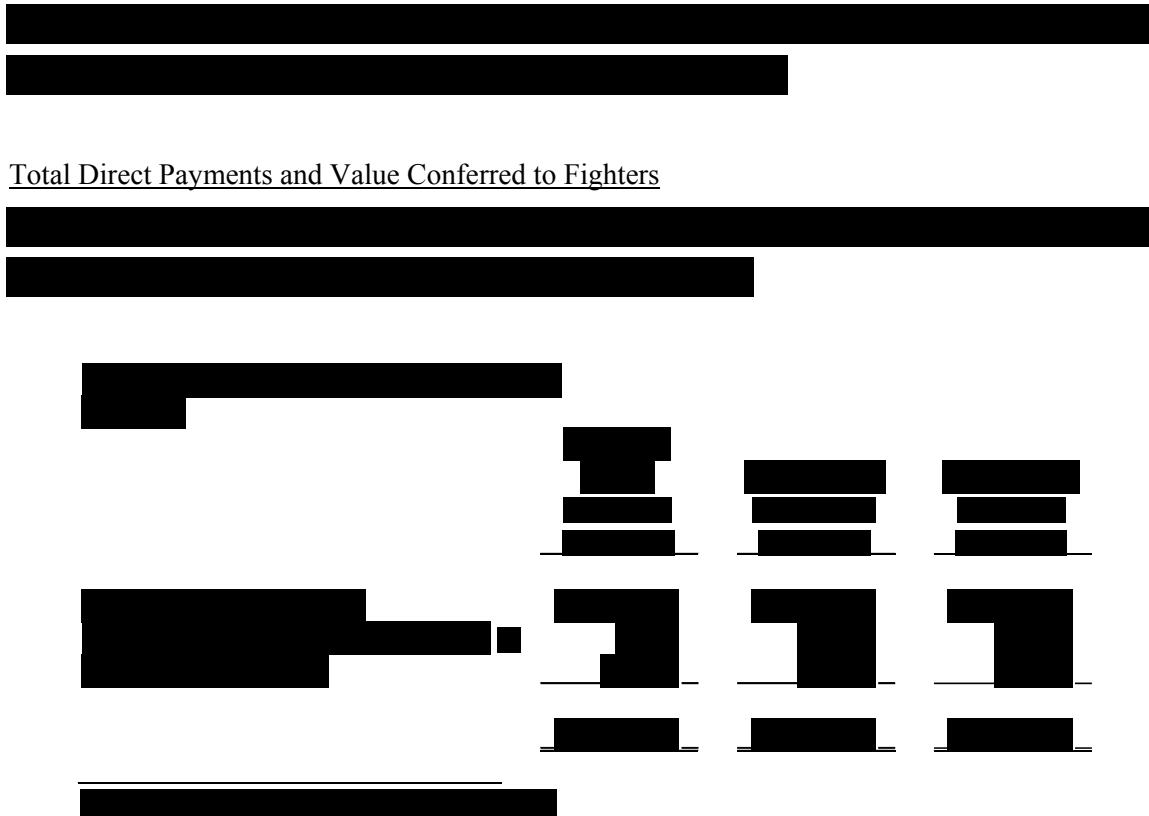
Figure 1 consists of seven histograms arranged horizontally, representing different values of  $k$  from 1 to 7. Each histogram has an x-axis labeled 'Number of nodes' with ticks at 0, 1, 2, 3, 4, 5, 6, 7, 8, 9, 10 and a y-axis labeled 'Frequency' with ticks at 0, 1, 2, 3, 4, 5, 6, 7, 8, 9, 10. The distributions are unimodal and right-skewed, with the peak frequency occurring at 1 node for all  $k$  values. As  $k$  increases, the distribution shifts towards higher numbers of nodes, with the peak frequency at 10 nodes occurring at  $k=7$ .

### Other Value Conferred by Zuffa to UFC Fighters

49)

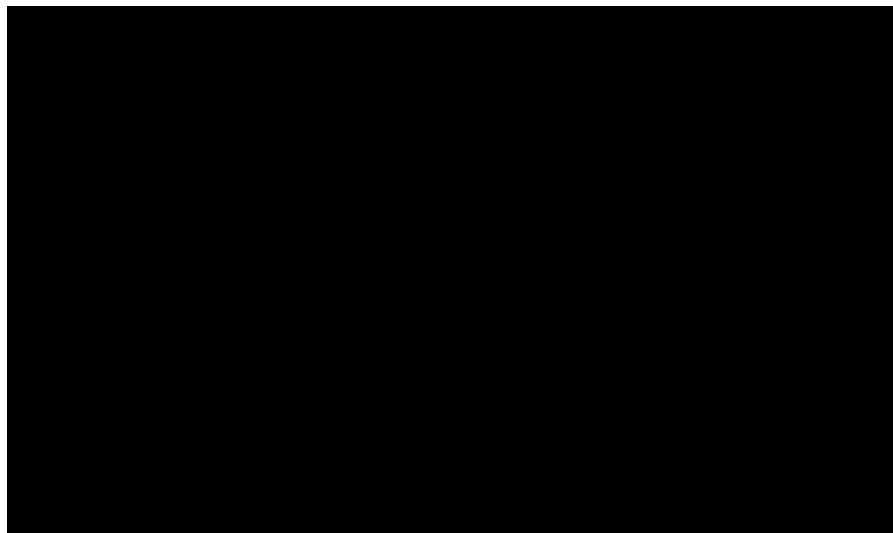
A series of seven horizontal black bars of varying heights, creating a stepped or layered effect. The bars are positioned at different vertical intervals, with the top bar being the shortest and the bottom bar being the longest. The bars are set against a white background.

<sup>31</sup> At this time, we have only received information on UFC Identity Payments from 2009 to 2015. The analysis will be updated should we be provided the UFC Identity Payments data for 2016.

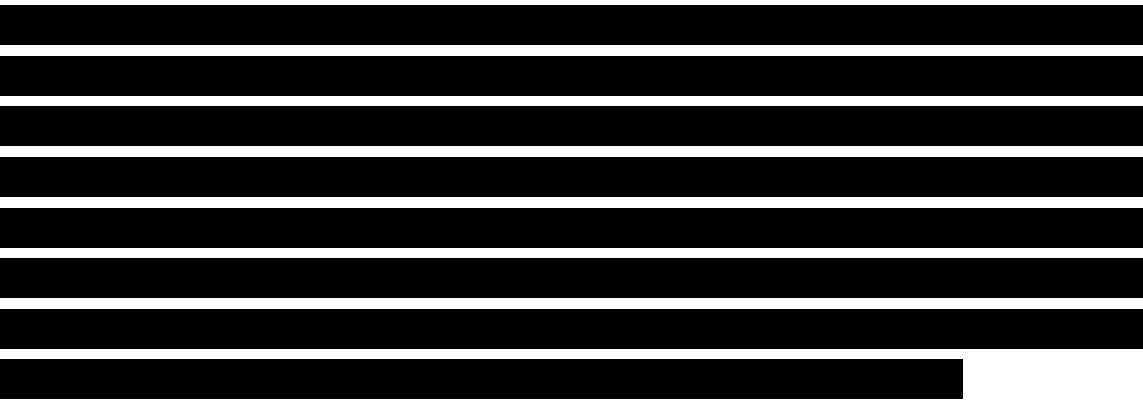


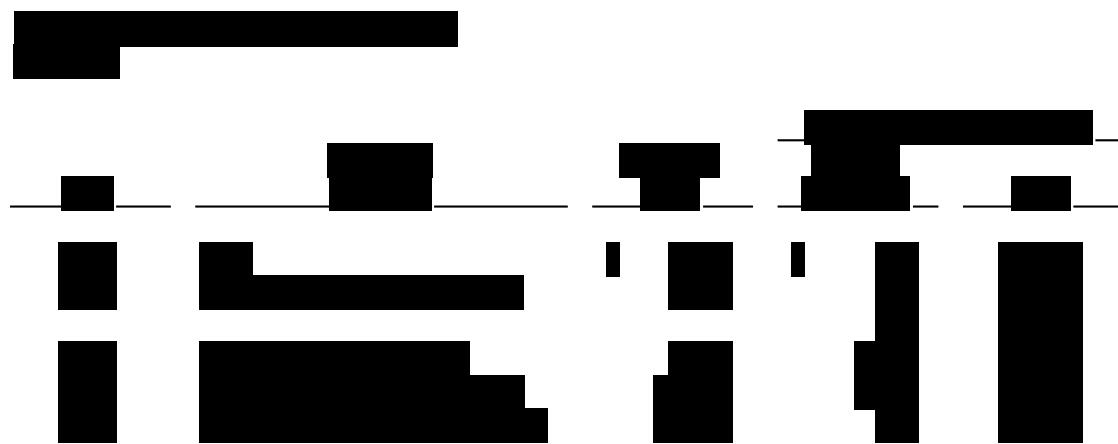
## E.5 Zuffa's Financial Capacity to Enhance Compensation to Fighters

51)



## **E.6 Zuffa's Accounting Treatment of Intangible Assets**

52) 



53)

A horizontal bar composed of five thick black lines of varying lengths, with the shortest line at the bottom.

[REDACTED]

[REDACTED]

[REDACTED]

A series of 12 horizontal black bars of varying lengths, decreasing in size from top to bottom. The bars are evenly spaced and extend across the width of the frame. The last bar at the bottom is significantly shorter than the others.

54)

11. **What is the primary purpose of the following statement?**

55)

32

<sup>55</sup> Intangible Asset Memo, *supra* note 9.

[REDACTED]

[REDACTED]

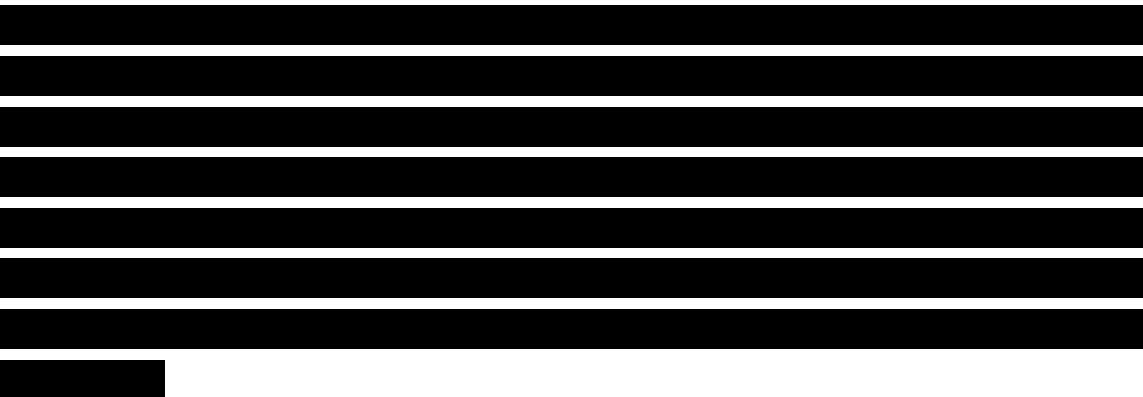
---

<sup>34</sup> Zuffa LLC's annual audit reports for 2006 (ZFL 0000169-87), 2007 (ZFL 0000113-135), 2008 (ZFL 0000064-87), 2009 (ZFL 0000007-30), 2010 (ZFL 00000880112), 2011 (ZFL 0000031-63), 2012 (ZFL 0000188-220), 2013 (ZFL 0000221-255), 2014 (ZFL 0000136-168), and 2015 (RAINE 0016846-80).

*SECTION F*

CONCLUSION

## F. Conclusion

56) 

*SECTION G*  
DOCUMENTS RELIED UPON

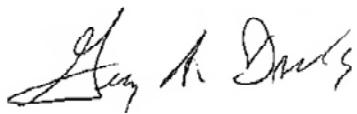
## **G. Documents Relied Upon**

57) A listing of the documents and information relied upon to form the opinions contained herein is provided in Exhibit 6.

*SECTION H*  
EXPERT'S COMPENSATION

## H. Expert's Compensation

- 58) I am compensated based on the time incurred at an hourly rate of \$725 per hour. Protiviti charges between \$210 and \$640 per hour for other consultants who worked on this report. Our fees are not contingent on the outcome of this case or any other litigation matter.
- 59) I reserve the right to supplement this report if information is brought to my attention between the date of this report and trial that is relevant to my conclusions.



Dated: August 31, 2017

Guy A. Davis, CPA, CIRA, CDBV, CFE

*EXHIBIT 1*

## Income Statement and EBITDA Calculation

---

## Exhibit 1

The figure consists of a 10x10 grid of binary images. Each image is a 2D array of black and white pixels. The patterns are as follows:

- Row 1: A single horizontal bar from x=350 to x=650 at y=10.
- Row 2: A horizontal bar from x=350 to x=650 at y=100, with a small vertical bar at x=500 from y=10 to y=50.
- Row 3: A horizontal bar from x=350 to x=650 at y=200, with a small vertical bar at x=500 from y=200 to y=250.
- Row 4: A horizontal bar from x=350 to x=650 at y=300, with a small vertical bar at x=500 from y=300 to y=350.
- Row 5: A horizontal bar from x=350 to x=650 at y=400, with a small vertical bar at x=500 from y=400 to y=450.
- Row 6: A horizontal bar from x=350 to x=650 at y=500, with a small vertical bar at x=500 from y=500 to y=550.
- Row 7: A horizontal bar from x=350 to x=650 at y=600, with a small vertical bar at x=500 from y=600 to y=650.
- Row 8: A horizontal bar from x=350 to x=650 at y=700, with a small vertical bar at x=500 from y=700 to y=750.
- Row 9: A horizontal bar from x=350 to x=650 at y=800, with a small vertical bar at x=500 from y=800 to y=850.
- Row 10: A horizontal bar from x=350 to x=650 at y=900, with a small vertical bar at x=500 from y=900 to y=950.

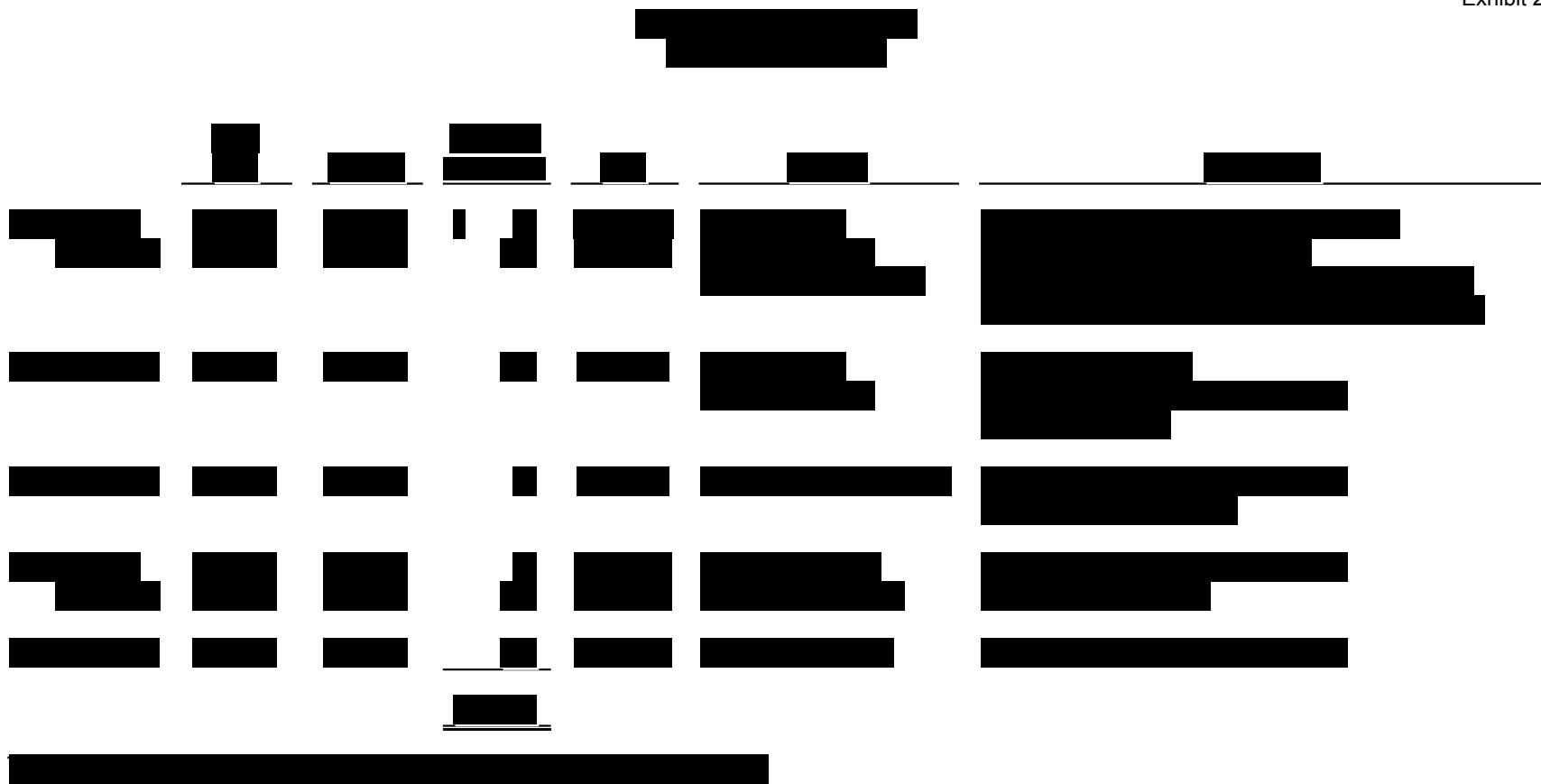
## Exhibit 1a

*EXHIBIT 2*

## Zuffa, LLC Debt Profile

---

Exhibit 2



The entire page content is redacted, appearing as a large, solid black rectangular area covering the majority of the page below the header.

*EXHIBIT 3*

## Zuffa, LLC Debt Amortization Schedule for Debt Financed Distributions

---

Exhibit 3

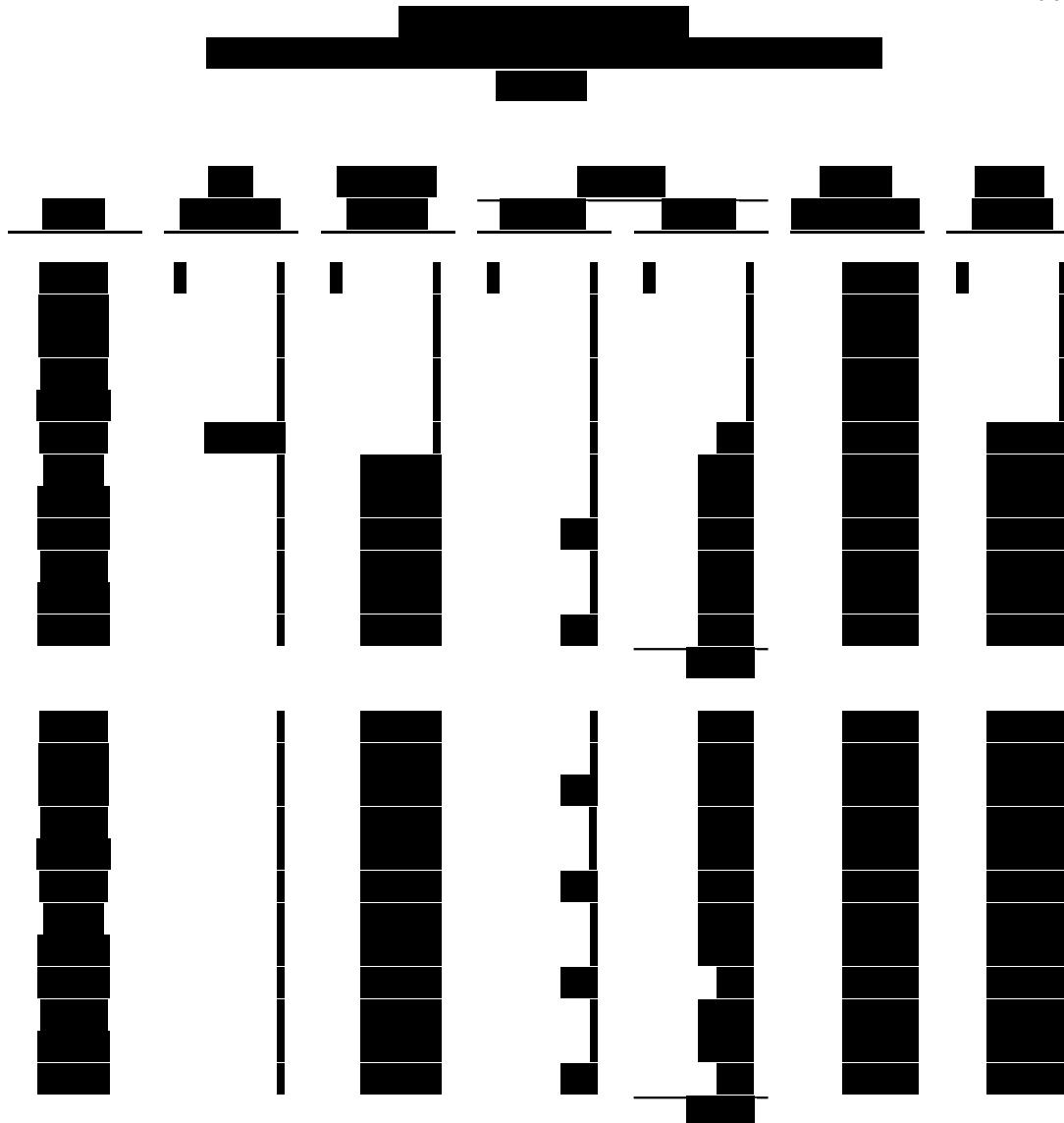


Exhibit 3

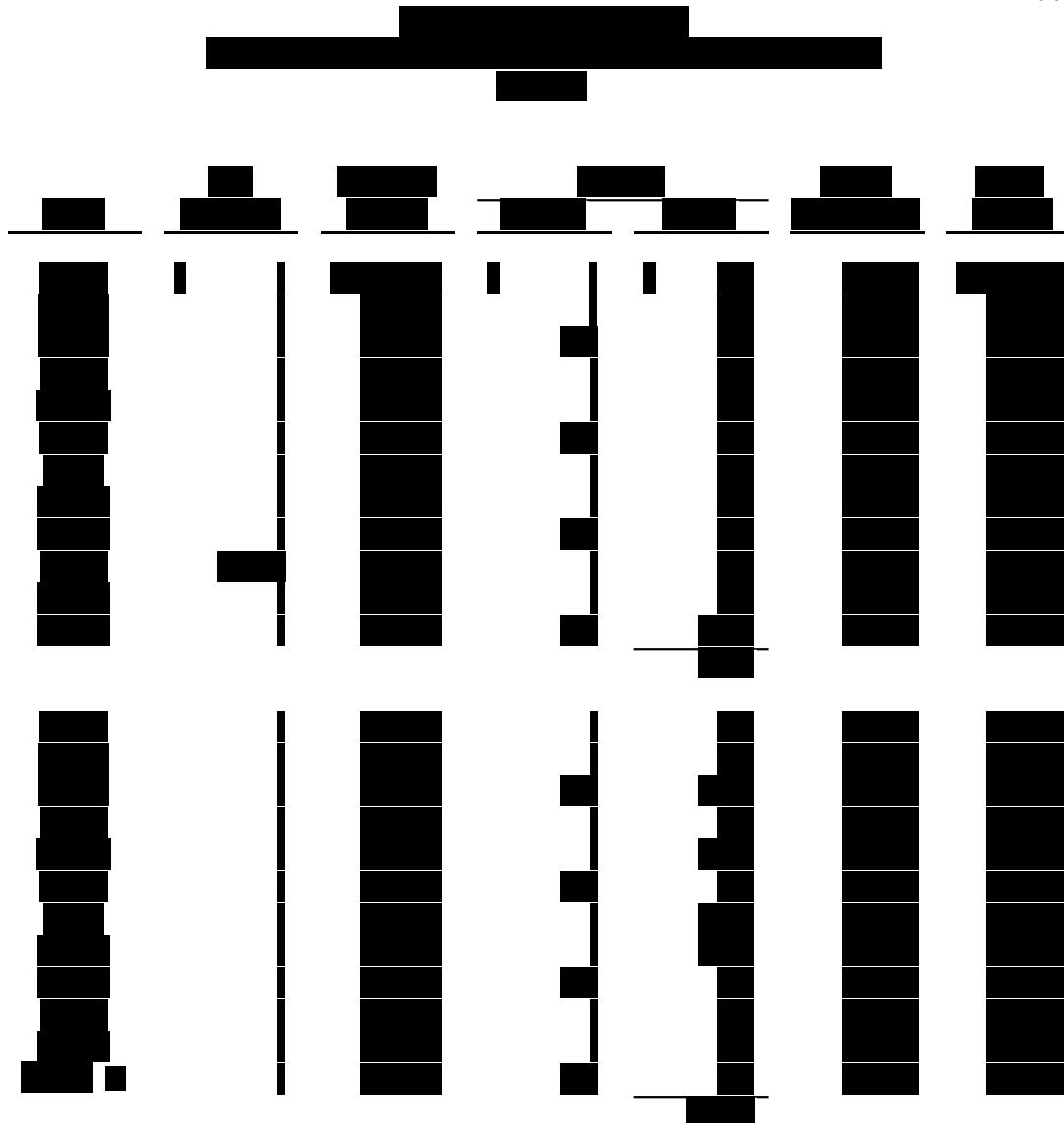


Exhibit 3

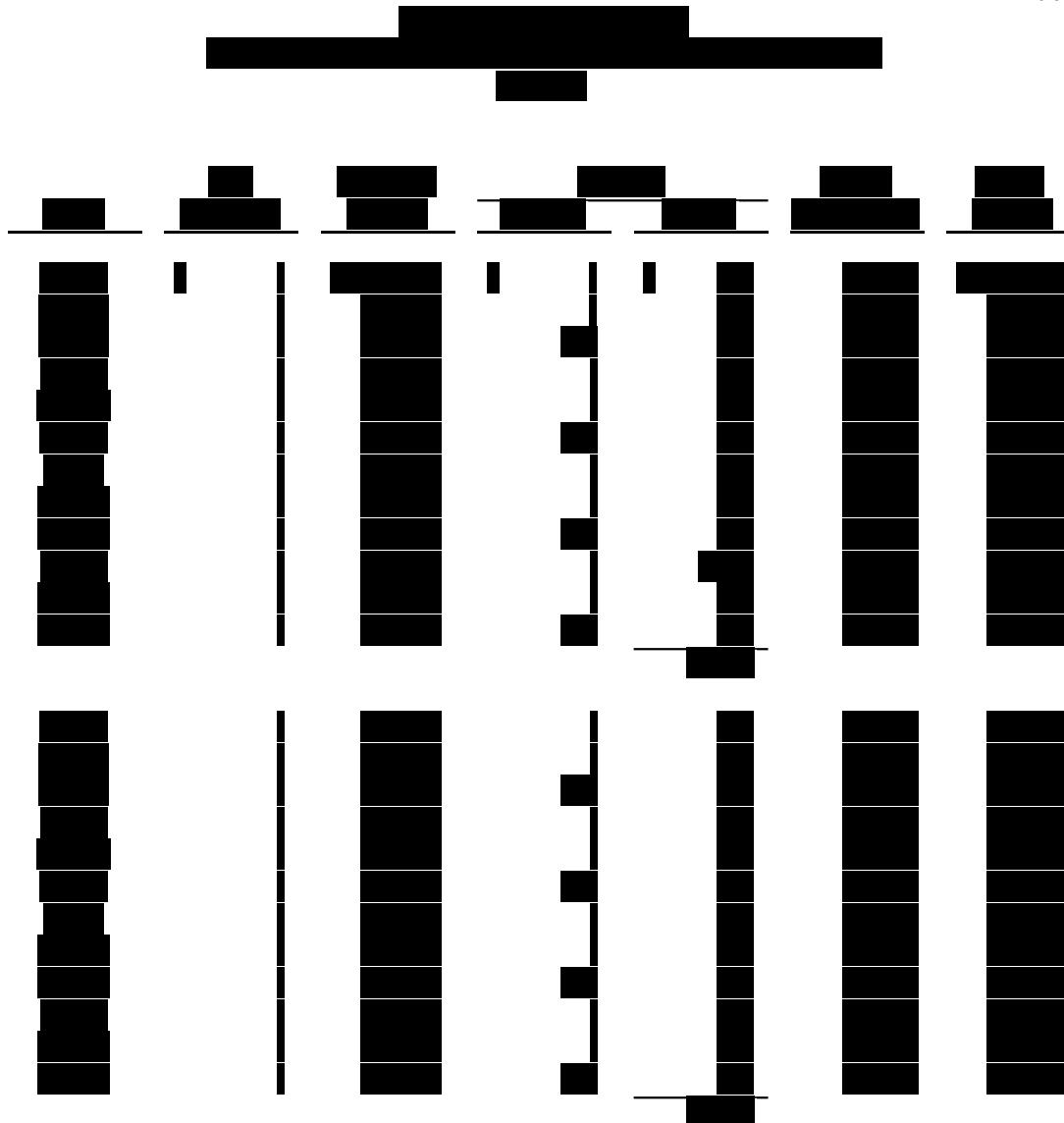


Exhibit 3

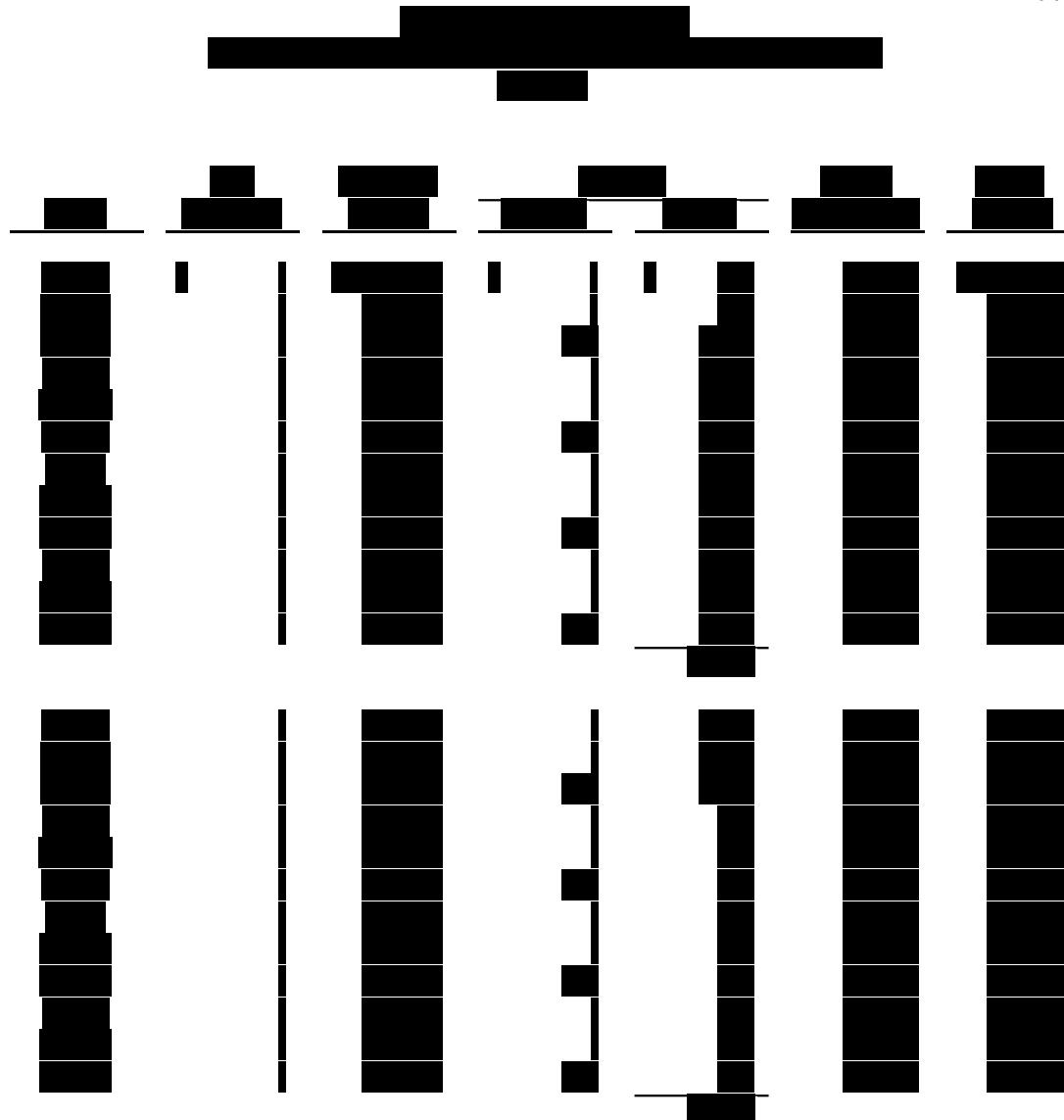
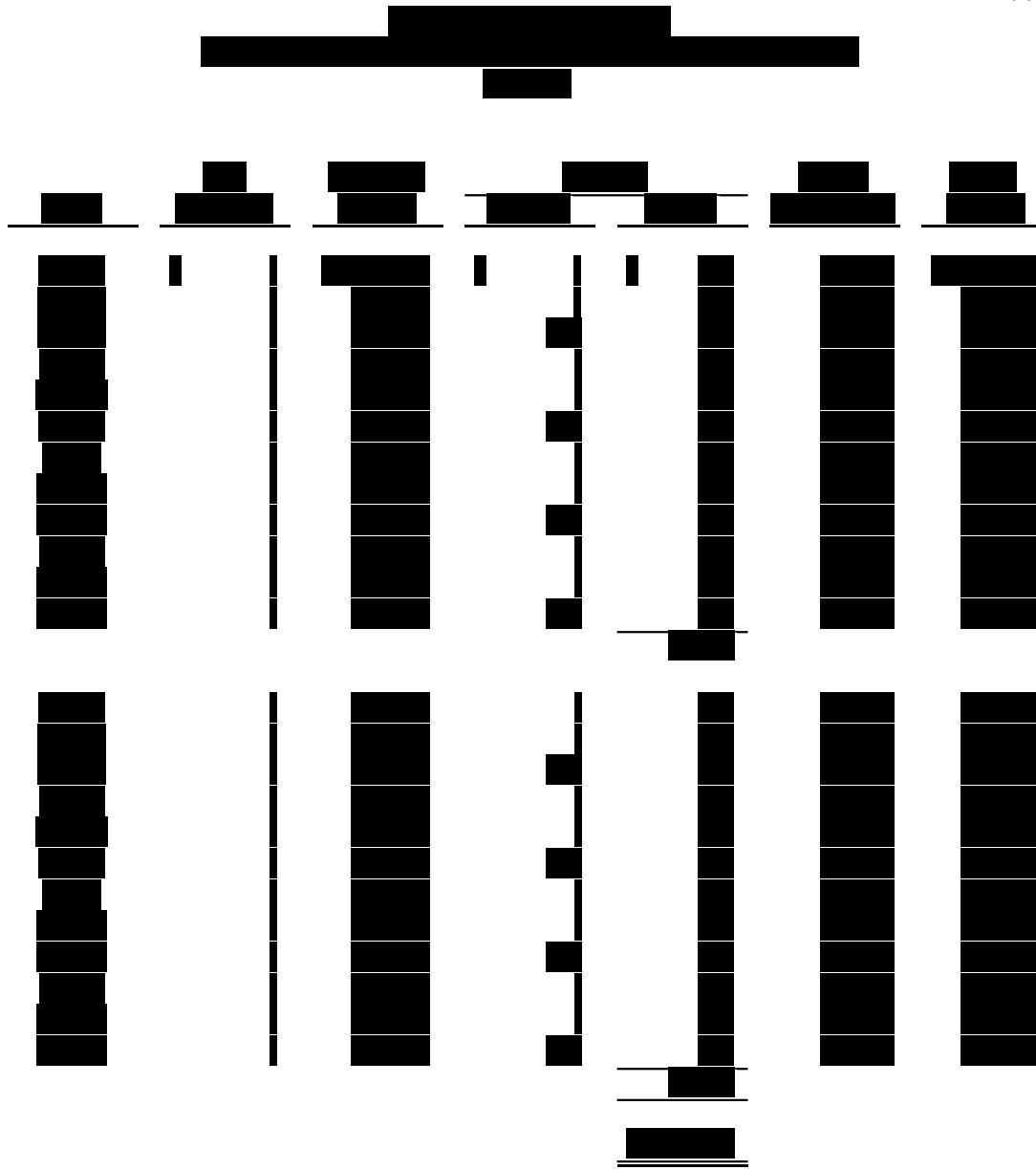


Exhibit 3

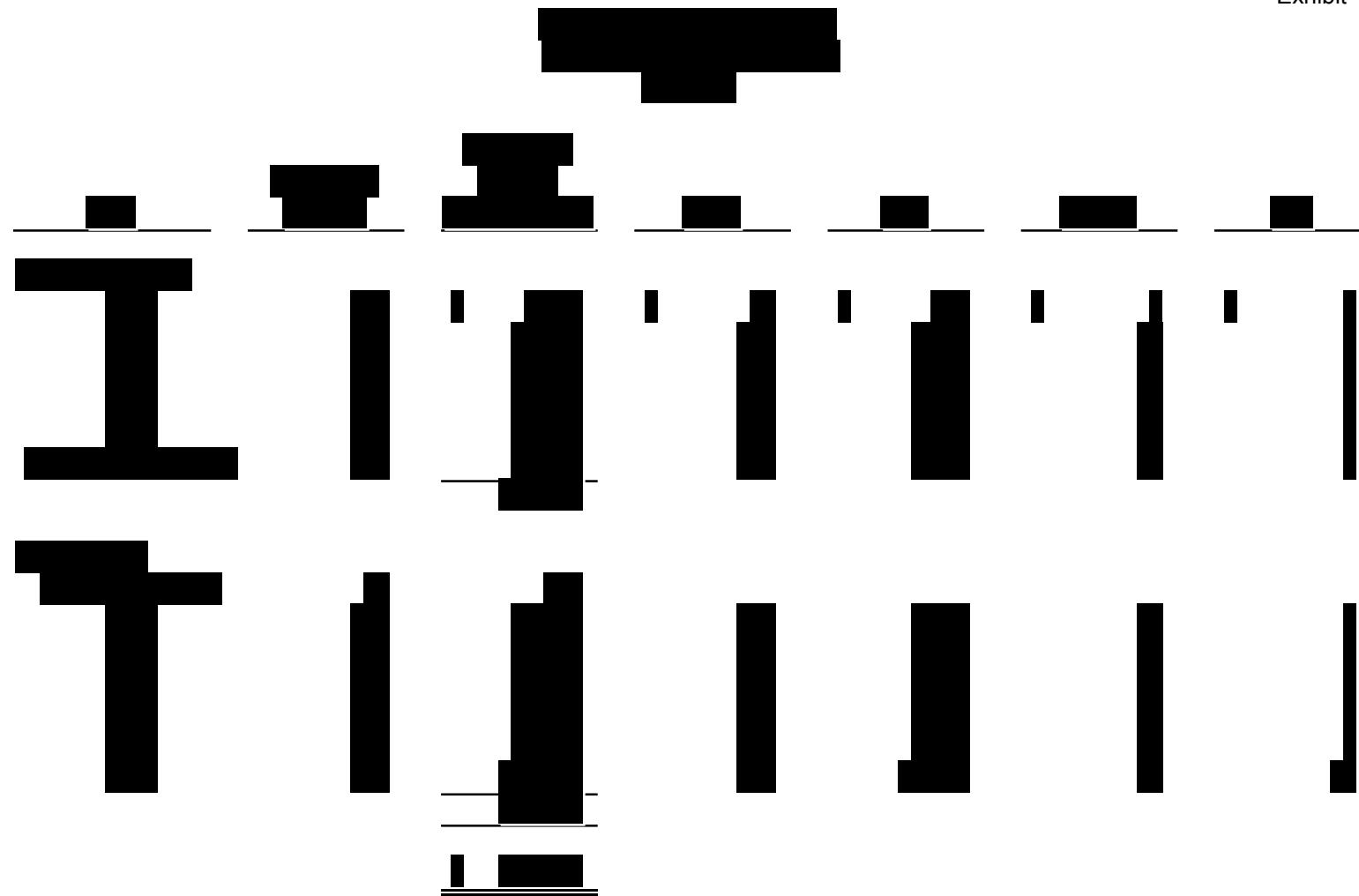


*EXHIBIT 4*

## Fight-Related Compensation

---

Exhibit 4



*EXHIBIT 5*

## Fighter Benefits

---

## Exhibit 5

A 10x10 grid of black bars on a white background. The bars are of varying lengths and are positioned in a sparse, non-uniform pattern. Some bars are horizontal, while others are vertical or diagonal. The grid is composed of 100 individual bars, with each bar having a width of 1 unit and a height ranging from 1 to 10 units. The bars are arranged in a way that suggests a sparse matrix or a binary representation of data.

Exhibit 5a

*EXHIBIT 6*

## Documents Relied Upon

---

## Exhibit 6

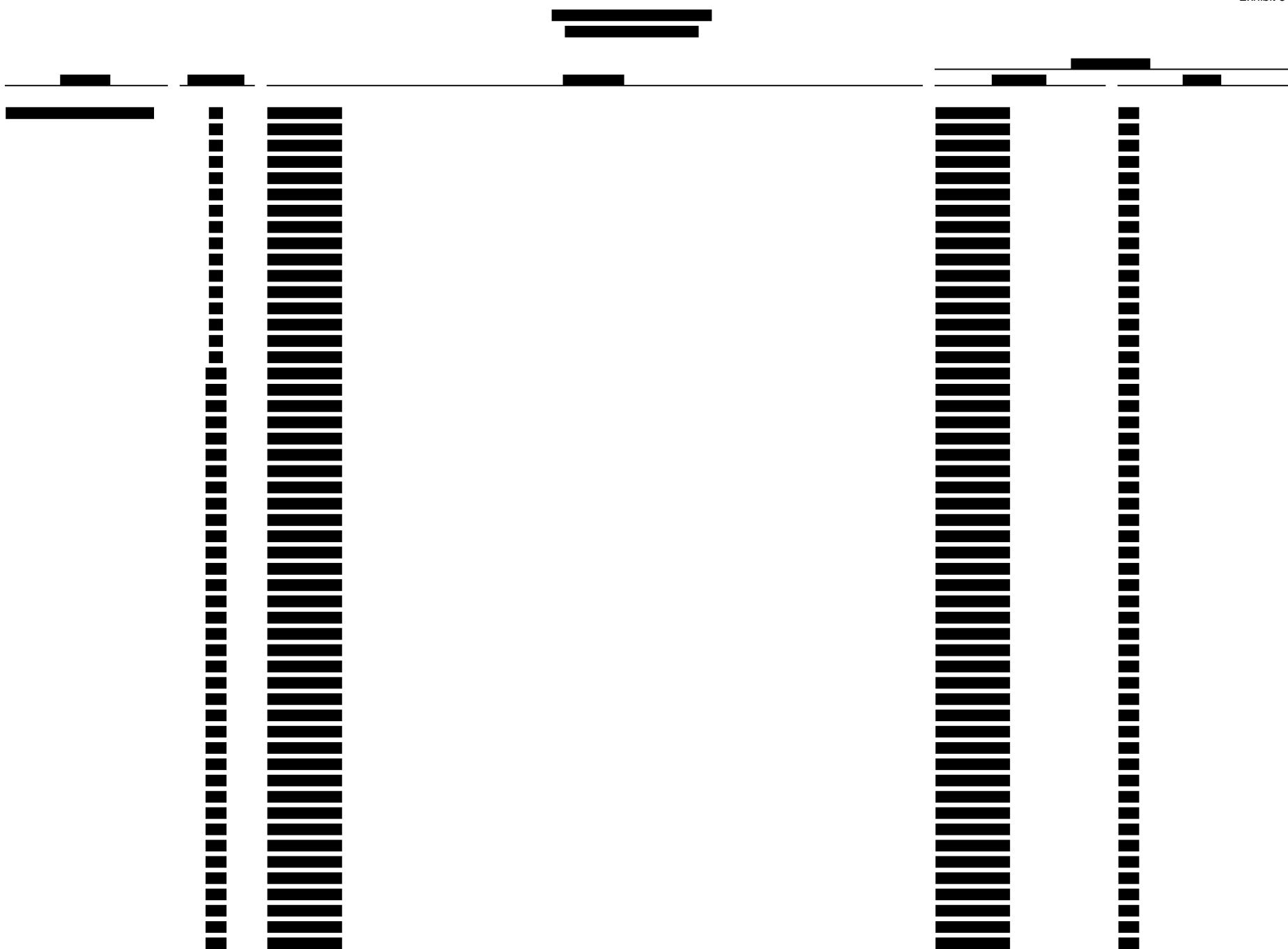
The figure consists of a 6x6 grid of 36 bar charts. Each chart has a vertical axis on the left with tick marks and a horizontal axis at the top. The bars are black with white outlines. The charts are arranged in a grid:

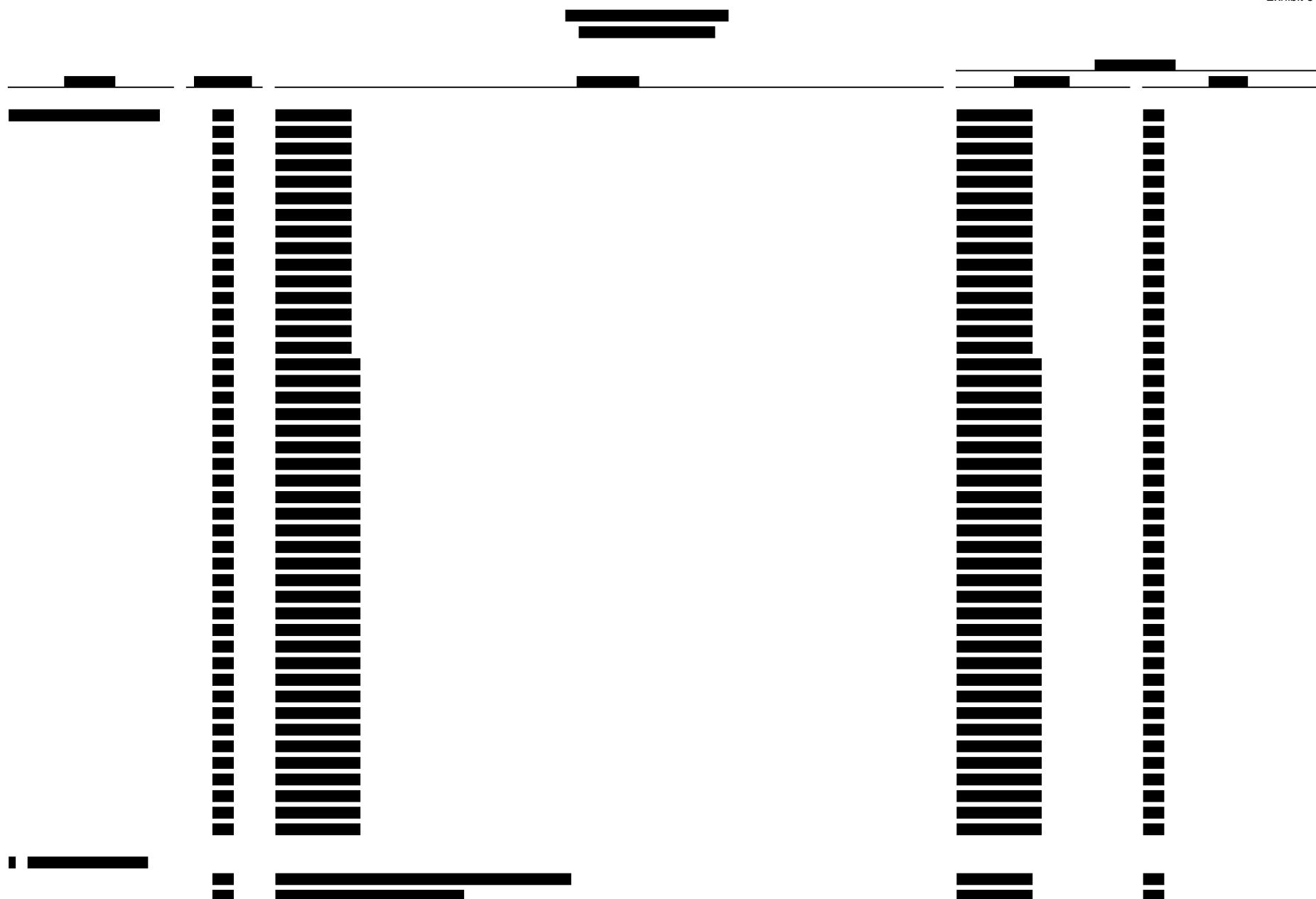
- Row 1: 1x1, 2x2, 3x3, 4x4, 5x5, 6x6
- Row 2: 1x2, 2x3, 3x4, 4x5, 5x6, 6x7
- Row 3: 1x3, 2x4, 3x5, 4x6, 5x7, 6x8
- Row 4: 1x4, 2x5, 3x6, 4x7, 5x8, 6x9
- Row 5: 1x5, 2x6, 3x7, 4x8, 5x9, 6x10
- Row 6: 1x6, 2x7, 3x8, 4x9, 5x10, 6x11

The width of the bars increases from left to right in each row, and the height of the bars increases from top to bottom in each column.

## Exhibit 6

A 10x10 grid of black bars on a white background, representing a sparse matrix. The bars are of varying lengths and are positioned in a non-uniform, scattered pattern across the grid. This visual representation indicates that only a small fraction of the matrix elements are non-zero, with the zero elements represented by the empty spaces between the bars.





## Exhibit 6

This figure is a network diagram illustrating connections between various entities. The entities are represented by black rectangles of different sizes. Some rectangles are connected by lines, indicating a relationship or flow between them, while others are isolated. A large, dense cluster of nodes is centered on the right side, with lines extending to nodes on the left and top. The nodes are arranged in a non-linear, organic pattern across the frame.

*EXHIBIT 7*

## Resume and Testimony of Guy A. Davis, CPA, CIRA, CDBV, CFE

---

# Guy A. Davis

Managing Director  
Richmond

Direct: +1 804.644.7000  
Fax: +1 804.644.7055  
E-Mail: guy.davis@protiviti.com

## AREAS OF EXPERTISE

- Corporate Restructuring & Recovery
- Litigation & Financial Investigation

## CLIENTS SERVED

- Best Products Co., Inc.
- Alpha Natural Resources
- Fas Mart Convenience Stores
- Heilig Meyers Inc.
- Samsung
- MF Global
- Circuit City
- Adelphia
- LandAmerica
- GE Commercial Credit
- HealthSouth
- Dominion Resources
- Gen Re

## EDUCATION

- B.S., University of Richmond
- MBA, Loyola College
- American College of Bankruptcy Fellow
- Certified Public Accountant
- Certified Insolvency & Restructuring Advisor
- Certified Distressed Business Appraiser (CDBV)
- Certified Fraud Examiner

## PROFESSIONAL MEMBERSHIPS

- American College of Bankruptcy Fellows
- American Institute of Certified Public Accounts
- Association of Certified Fraud Examiners
- Association of Insolvency & Restructuring Advisors
- Virginia Society of Certified Public Accountants

## BACKGROUND

Guy A. Davis is a Managing Director with Protiviti Inc. and manages the firm's Richmond, Virginia office. He has nearly 28 years of accounting, finance and consulting experience in the areas of corporate restructuring, commercial litigation, financial investigations, and valuation.

## PROFESSIONAL EXPERIENCE

**Corporate Restructuring** - Mr. Davis has performed a variety of financial advisory and fiduciary services to bankrupt or distressed entities, their lenders and unsecured creditors including: operations management, asset liquidation, debt restructuring, asset recovery, fraud investigation, solvency analyses, and business valuation. He has served as acting CFO of debtor organizations, Chief Liquidation Officer, court approved claims and disbursing agent, and accountant to chapter 7 trustees. He has also testified as an expert witness in U.S. district, bankruptcy, and circuit courts across the country. His services have been provided to corporations and estates in the sub-prime mortgage, health care, energy, broker dealer, manufacturing, retail, insurance, furniture rental, equipment leasing, steel fabrication, ship repair, heavy highway construction, mining, and hospitality industries.

**Litigation, Financial Damages Analysis** - Mr. Davis has prepared research and analysis to determine compensatory and punitive damages related to several litigation matters involving patent infringement and reasonable royalty, breach of contract, employment disputes, negligence, franchise termination, fraudulent conveyance, and marital dissolution. He has qualified as financial expert and/or has provided testimony on behalf of corporations, individuals, class action plaintiffs and defendants, sureties and financial institutions.

**Business Valuation** - Mr. Davis has performed numerous business valuations for use in bankruptcy, estate planning, purchase and sale of business, litigation matters and loan collateral analysis. These valuations were for hotels, restaurants, printing companies, medical practices, construction contractors, distributors, manufacturers, retailers and others. His significant valuation experience includes:

- Valuation of MF Global, an international Futures Commission Merchant and broker-dealer operating in 70 exchanges around the world.
- Valuation of HealthSouth, the nation's largest operator of rehabilitation hospitals.
- Valuation of K-Mart, a multi-billion dollar general merchandise retailer.

**Merger, Acquisition and Business Formation** - Mr. Davis has assisted several clients in purchasing, selling or forming an equity interest in privately held businesses. These services included development of comprehensive business plans, evaluation and financial analysis of economic returns, assessment of management compatibility and operational synergies, evaluation of stock versus asset purchases and the tax ramifications of the transaction, and presentation to potential lenders and private placement investors.

## Guy A. Davis

Managing Director  
Richmond

Direct: +1 804.644.7000  
Fax: +1 804.644.7055  
E-Mail: guy.davis@protiviti.com

### PAPERS, PUBLICATIONS AND PRESENTATIONS

- “Everything’s Changed – What’s Next in Bankruptcy Reporting” - co-author and panel member for the Association of Insolvency Restructuring Advisors at the National Conference of Bankruptcy Judges, October 28, 2016, San Francisco.
- “Preference Defense from a Financial Advisor’s Perspective” - co-author and panel member for the Credit Research Foundation’s Credit and Accounts Receivable Forum and Expo, August 9, 2016 Chicago, IL.
- “Bankruptcy Tax and Accounting Issues – Supplement” (Copyright 2016) for Virginia CLE and the Virginia Law Foundation (co-author). Bankruptcy Practice in Virginia.
- “Proposed Fee Guidelines for Financial Advisors in Large Chapter 11 matters.” Co-author and panel member for the Association of Insolvency Restructuring Advisors at the National Conference of Bankruptcy Judges, October 10, 2014. Chicago, IL.
- “A Financial Advisor’s Role in Chapter 7 Bankruptcies” for the Journal of The National Association of Bankruptcy Trustees, NAB Talk Fall 2013 Volume 29 Issue 3.
- “A Comparative Analysis of Chapter 11, Receiverships and Assignments of the Benefit of Creditors” for the National Conference of Bankruptcy Judges Joint Program of the Association of Insolvency & Restructuring Advisors and the American College of Bankruptcy. October 26, 2012. San Diego, CA.
- “The *Daubert* Challenge: Plan Confirmation and Solvency Valuation Experts” Mid-Atlantic Institute on Bankruptcy and Reorganization, September 2012.
- “Control Premiums: Exploring the Complexities of a Seemingly Simple Concept” AIRA Journal Volume 24, Number 4 October/November 2010.
- “Bankruptcy Tax and Accounting Issues – Supplement” (Copyright 2010) for Virginia CLE and the Virginia Law Foundation (co-author). Bankruptcy Practice in Virginia.
- “Surf’s Up on Fresh Start Accounting” – co-author, AIRA Bankruptcy & Restructuring Conference, June 11, 2010.
- “Mark-to-Market Accounting and FASB 157 – The Impact on the Current Financial Crisis” for the American College of Bankruptcy Annual Meeting, March 28, 2009, Washington D.C.
- “Bankruptcy Tax and Accounting Issues – Supplement” (Copyright 2008) for Virginia CLE and the Virginia Law Foundation (co-author). Bankruptcy Practice in Virginia.

## Guy A. Davis

Managing Director  
Richmond

Direct: +1 804.644.7000  
Fax: +1 804.644.7055  
E-Mail: guy.davis@protiviti.com

---

- “Bankruptcy Tax and Accounting Issues – Supplement” (Copyright 2005) for Virginia CLE and the Virginia Law Foundation (co-author). Bankruptcy Practice in Virginia.
- “Bankruptcy Tax and Accounting Issues” (Copyright 2004) for Virginia CLE and the Virginia Law Foundation (co-author). Bankruptcy Practice in Virginia.
- “Selection of the Restructuring Platform” (Copyright 2003) for Bankruptcy Law News, and Corporate Corridors
- “Regional Trends in Bankruptcy Filings” (Copyright 1997) for Bankruptcy Law News, Vol. XII, No. 3.
- “Bankruptcy Survey - C. W. Amos & Company's financial database on area bankruptcies provides valuable information for both lenders and creditors. Here are some highlights...” (1995) co-authored with Debora A. Pavlik for the Richmond Ventures Magazine
- “Inventory Management and the Economic Order Quantity (EOQ)” (1991) prepared for the Notes and Footnotes Publication distributed to over 3,500 Maryland corporations by C. W. Amos & Company.
- “Choosing from a Vast Selection of Legal Time and Billing Software” (1990) prepared for The Daily Record, a Maryland daily business and legal news publication.

GUY A. DAVIS, CPA, CIRA, CDBV, CFE  
TESTIMONY, AFFIDAVITS AND EXPERT REPORTS  
2005 – PRESENT  
(*our client bold/underlined*)

- Arbitration Testimony and Declaration in the matter between **The United Mine Workers of America 1974 Pension Plan and Trust** and Peabody Energy Corporation Case No.: 01-16-0001-2286 American Arbitration Association. Civil Action No. 1:15-cv-01138 The U.S. District Court for the District of Columbia *Our client: Plaintiff*.
- Declaration in Support of the **Objection of the Official Committee of Unsecured Creditors** to Certain Aspects of the Adequate Protection Offered by Debtors to Pre-Petition Lenders and Second Lien Noteholders and Certain Other Rights and Protections Granted to Same in **Alpha Natural Resources** Case No 15-33896, U.S. Bankruptcy Court of the Eastern District of Virginia. (declaration filed in 2015) *Our client: Creditors' Committee*.
- Expert Report in Dr. Thomas B. Leecost v. **Capital Division, Inc.**, Case No. CL1400547000, Circuit Court for the City of Richmond (report filed in April 2016). *Our client: Defendant*.
- Deposition Testimony and Expert Report in **MF Global Holdings, Ltd. Investment Litigation (Litigation Trustee and Customer Class)**, Joseph DeAngelis v. Jon S. Corzine et al. Case No. 11-8766 (VM), U.S. District Court Southern District of New York. *Our client: Plaintiff*
- Expert and Rebuttal Report in **MF Global Holdings, Ltd., as Plan Administrator** v. PriceWaterhouseCoopers LLP. Civil Action No. CV-14-2197 (VM), U.S. District Court Southern District of New York. *Our client: Plaintiff*
- Trial Testimony and Expert Report in **Dominion Virginia Power** v. Bransen Energy, Inc., Case No. 3:14CV538-JRS, U.S. District Court Eastern District of Virginia (trial testimony and report filed in 2015). *Our client: Plaintiff*.
- Expert Report in Sharon E. Madere v. **Christian & Barton, LLP, et al.**, Case No. CL14-2805, Circuit Court for the City of Richmond (report filed in 2015). *Our client: Defendant*.
- Deposition Testimony and Expert Report in General Medicine, P.C. v. **HealthSouth Corporation**, Circuit Court of Jefferson County, Alabama Civil Division (report filed in 2014). *Our client: Defendant*.
- Deposition Testimony and Expert Report in **Official Committee of Unsecured Creditors, by and on behalf of MS Grand, Inc. and its bankruptcy estate** v. Home Depot U.S.A., Inc., Case No. 12-01475, U.S. Bankruptcy Court for the Eastern District of Virginia (deposition testimony given and report filed in 2014). *Our client: Plaintiff*.

GUY A. DAVIS, CPA, CIRA, CDBV, CFE  
TESTIMONY, AFFIDAVITS AND EXPERT REPORTS  
2005 – PRESENT  
(*our client bold/underlined*)  
*Continued*

- Expert Report in **Official Committee of Unsecured Creditors, by and on behalf of MS Grand, Inc. and its bankruptcy estate** v. Northern Illinois Gas Company, Case No. 12-01480, U.S. Bankruptcy Court for the Eastern District of Virginia (report filed in 2014). *Our client: Plaintiff.*
- Expert Report in **Official Committee of Unsecured Creditors, by and on behalf of Min Sik Kang and Man Sun Kang and their bankruptcy estates** v. Yeon K. Han, et al., Case No. 12-01496, U.S. Bankruptcy Court for the Eastern District of Virginia (report filed in 2014). *Our client: Plaintiff.*
- Declaration **In re: Atari, Inc., et. al.**, Case No. 13-10176, U.S. Bankruptcy Court Southern District of New York (declaration filed 2013). *Our Client: Debtor.*
- Declaration and expert report **In re: Glebe, Inc.**, Case No. 10-71553, U.S. Bankruptcy Court Western District of Virginia (declaration and expert report filed in 2012). *Our Client: Debtor.*
- Expert Report in Charles W. Reis, Chapter 7 Trustee v. **Breakwater Marine, L.L.P.**, Case No. 11-04702, U.S. Bankruptcy Court for the District of Minnesota (report filed in 2012). *Our client: Defendant.*
- Expert Report in Charles W. Reis, Chapter 7 Trustee v. **Daniel Lindsay**, Case No. 11-04671, U.S. Bankruptcy Court for the District of Minnesota (report filed in 2012). *Our client: Defendant.*
- Expert Report in Charles W. Reis, Chapter 7 Trustee v. **Irwin L. Jacobs**, Case No. 11-04672, U.S. Bankruptcy Court for the District of Minnesota (report filed in 2012). *Our client: Defendant.*
- Expert Report in Charles W. Reis, Chapter 7 Trustee v. **Jacobs Management Corporation**, Case No. 11-04676, U.S. Bankruptcy Court for the District of Minnesota (report filed in 2012). *Our client: Defendant.*
- Expert Report in Charles W. Reis, Chapter 7 Trustee v. **Operation Bass, Inc.**, Case Nos. 11-04715, 11-04673, 11-04722, 11-24695, 11-04716, U.S. Bankruptcy Court for the District of Minnesota (report filed in 2012). *Our client: Defendant.*
- Expert Report in Charles W. Reis, Chapter 7 Trustee v. **VEC Technology, LLC**, Case Nos. 11-03390, 11-03391, 11-04723, 11-04720, U.S. Bankruptcy Court for the District of Minnesota (report filed in 2012). *Our client: Defendant.*
- Expert Report in **Virginia Power Energy Marketing, Inc.** v. EQT Energy, LLC, Case No. 3:11-cv-630-REP, U.S. District Court for the Eastern District of Virginia (report filed in 2012). *Our client: Plaintiff.*

GUY A. DAVIS, CPA, CIRA, CDBV, CFE  
TESTIMONY, AFFIDAVITS AND EXPERT REPORTS  
2005 – PRESENT  
(*our client bold/underlined*)  
*Continued*

- Expert Report in Official Committee of Unsecured Creditors, on behalf of the bankruptcy estates of **Jevic Holding Corp.**, et al., v. The CIT Group/Business Credit, Inc., Case No. 08-51903, U.S. Bankruptcy Court for the District of Delaware (report filed in 2012). *Our client: Plaintiff.*
- Declarations **In re: Howrey LLP**, Case No. 11-31376, U.S. Bankruptcy Court Northern District of California (declarations filed 2011). *Our Client: Debtor.*
- Deposition Testimony and Expert Report in **Akshay K. Dave** v. Pikeville Energy Group, Gary Richard and Banner Industries, Inc., Case No. CL10-3530, Circuit Court of the City of Richmond, Virginia (deposition testimony and report filed in 2011). *Our client: Plaintiff.*
- Expert Report in **Storehouse, Inc., Debtor**, Case No. 06-11144, U.S. Bankruptcy Court for the Eastern District of Virginia (report filed in 2011).
- Expert Report in **Penny Plate, Inc., Penny Plate Canada, Inc.**, Case No. 092684, Circuit Court of the County of Henrico (report filed in 2011). *Our client: Defendants.*
- Affidavit and Expert Report in Adelphia Communications Corp., et al. v. **Prestige Communications of NC, Inc., Jonathan J. Oscher, Lorraine Oscher McClain, Robert F. Buckfelder, et al.**, Case No. 04-03293, U.S. District Court Southern District of New York (affidavit and report filed in 2010). *Our client: Defendants.*
- Trial and Deposition Testimony and Expert Report in John W ("Jack") Teitz, as Trustee of Estate of Buffalo Coal Company, Inc. v. **The Virginia Electric and Power Company, Inc.**, Case Nos. 08-00038 and 08-00041, U.S. Bankruptcy Court for the Northern District of West Virginia (trial and deposition testimony given and report filed in 2009). *Our client: Defendant.*
- Trial and Deposition Testimony and Expert Report in H. Lynden Graham, as Trustee of the Estate of United Energy Coal, Inc. v. **The Virginia Electric and Power Company, Inc.**, Case No. 08-AP-0045, U.S. Bankruptcy Court for the Northern District of West Virginia (trial and deposition testimony given and report filed in 2009). *Our client: Defendant.*
- Appraisal of 100% Membership Interest in **CSX IP, LLC** (report filed in 2009).
- Expert Report in First NLC, Inc. v. **NLC Holding Corp., FNLC Financial Services, Inc., Blue Boy Limited Partnership, NSH Ventures II, L.P., and Friedman Billing Ramsey Group, Inc.**, Case No. 08-10632-BKC, U.S. Bankruptcy Court for the Southern District of Florida, West Palm Beach Division (report filed in 2008). *Our client: Defendants.*

GUY A. DAVIS, CPA, CIRA, CDBV, CFE  
TESTIMONY, AFFIDAVITS AND EXPERT REPORTS  
2005 – PRESENT  
(*our client **bold/underlined***)  
*Continued*

- Expert Report in Amp'd Mobile, Inc. v. Merrill Lynch, Pierce, Fenner & Smith, Inc., Case No. 08-50272, U.S. Bankruptcy Court for the District of Delaware, (report filed in 2008). *Our client: Plaintiff.*
- Expert Report in Corinthian Mortgage Corporation d/b/a SouthBanc Mortgage, v. Choicepoint Precision Marketing, LLC, Case No. 1:07cv832 JCC/TRJ, U.S. District Court for the Eastern District of Virginia, Alexandria Division (report filed in 2008). *Our client: Defendants.*
- Expert Report in Leila Meyerson, et al. vs. Allen McGee, Michael Wallace, Lloyd Goldman, Wilfred Posluns, Radiology Corporation of America, Inc., Case No. 07-80339-CIV-Middlebrook/Johnson, U.S. District Court for the Southern District of Florida (report filed in 2008). *Our client: Defendant.*
- Expert Report in Hancock Fabrics, Inc. v. S.C. Diamond Associates, L.P., et al., Case No. 07-10353, U.S. Bankruptcy Court for the District of Delaware (report filed in 2008). *Our client: Defendants.*
- Expert Report in Corinthian Mortgage Corporation d/b/a Southbanc Mortgage v. Summit Financial, LLC, (Chubb & Son, Inc.) et al., Case No. 187513, Circuit Court of Fairfax County (report filed in 2007). *Our client: Defendants.*
- Expert Report In re: The Rowe Companies, et. al., Case No. 06-11142, U.S. Bankruptcy Court for the Eastern District of Virginia (expert report filed in 2007). *Our client: Debtor.*
- Trial Testimony and Expert Report in Jonathan F. Johnson v. SuperValu, Inc. and Richfood, Inc., Case No. L5785-4, Circuit Court of the City of Richmond in the State of Virginia (jury trial testimony given and report filed in 2007). *Our client: Defendants.*
- Expert Report in Erie Power Technologies, Inc. v. Aalborg Industries A/S et al., Case No. 04-282E (SJM), U.S. District Court for the Western District of Pennsylvania (report filed in 2006). *Our client: Plaintiff.*
- Deposition Testimony and Expert Report in William Kaye, as Trustee of The Murray Liquidation Trust vs. Various Defendants, Case No. 04-13611, U.S. Bankruptcy Court Middle District of Tennessee, Nashville Division (deposition testimony and expert report filed in 2006). *Our client: Plaintiff.*
- Deposition Testimony and Expert Report of William Kaye, as Liquidating Trustee of The Gadzooks Creditors' Trust v. Fashion Avenue Knits, Inc. and Rosenthal & Rosenthal, Inc. et al., U.S. Bankruptcy Court Northern District of Texas, Dallas Division (deposition and expert report filed in 2006). *Our client: Plaintiff.*

GUY A. DAVIS, CPA, CIRA, CDBV, CFE  
TESTIMONY, AFFIDAVITS AND EXPERT REPORTS  
2005 – PRESENT  
(*our client **bold/underlined***)  
*Continued*

- Affidavit in Marla Reynolds, Liquidating Trustee of the **Git-n-Go** Creditors' Trust v. Ron Ford, et al., Case No. CJ-2006-00648, District Court in and for Tulsa County State of Oklahoma (affidavit filed in 2006). *Our client: Plaintiff.*
- Expert Report in The Official Committee of Unsecured Creditors of Pillowtex Corporation vs. **Xymid LLC**, Case No. 05-30238, U.S. Bankruptcy Court District of Delaware (report filed in 2006). *Our client: Defendant.*
- Expert Report in DVI, Inc., et al. v. **ADAC Laboratories and Philips Medical Systems and Royal Philips Electronics**, Case No. 05-52301 (JKC), U.S. Bankruptcy Court District of Delaware (report filed in 2006). *Our client: Defendant.*
- Expert Report in DVI, Inc., et al. v. **Hitachi Medical Systems America, Inc.**, Case No. 05-52301 (MFW), U.S. Bankruptcy Court District of Delaware (report filed in 2006). *Our client: Defendant.*
- Expert Report in **Orion Enterprises of Virginia, Inc.** v. Carolyn Dozier, Ronald Dozier, and The Party of Five Limited Partnership, Case No. 06-70302-SCS, U.S. Bankruptcy Court for the Eastern District of Virginia (report filed in 2006). *Our client: Plaintiff.*
- Expert Report in **Thor Norfolk Hotel, LLC** v. Jonathan Nehmer & Associates, Inc., Case No. 13 110 Y 00726 05, American Arbitration Association New York City (report filed in 2005). *Our client: Claimant.*
- Deposition Testimony and Expert Report of **Herbert C. Broadfoot, II, in his capacity as Ch. 7 Trustee for Nationwide Warehouse & Storage, LLC, et al.** v. Howard I. Belford, U.S. Bankruptcy Court for the Northern District of Georgia, Atlanta Division (deposition testimony and expert report filed in 2005). *Our client: Plaintiff.*
- Trial and Deposition Testimony and Expert Report in Official Committee of Unsecured Creditors of Heilig-Meyers Company, et al., v. **Wachovia Bank, NA, et al.**, Case No. 00-34533, U.S. Bankruptcy Court for the Eastern District of Virginia (report filed in 2005). *Our client: Defendant.*